

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

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In re: : Chapter 15
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PERFORADORA ORO NEGRO S. DE R.L. : Case No. 18-11094 (SCC)
DE C.V., *et al.* : (Jointly Administered)
: :
Debtors in a Foreign Proceeding. :
: :
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**DECLARATION OF WILLIAM CLAREMAN
IN SUPPORT OF INTERESTED PARTIES' OBJECTION TO
FREDERICK J. WARREN'S MOTION FOR AUTHORIZATION TO USE
EVIDENCE PRODUCED IN THE CHAPTER 15 PROCEEDING**

I, William Clareman, declare and state as follows:

1. I am a member of the law firm of Paul, Weiss, Rifkind, Wharton & Garrison LLP ("Paul, Weiss"), an international law firm with its principal offices at 1285 Avenue of the Americas, New York, New York 10019, counsel for Alterna Capital Partners LLC ("Alterna"), Contrarian Capital Management, LLC ("Contrarian"), and AMA Capital Partners, LLC ("AMA") (collectively, the "Interested Parties") in the above-captioned case.

2. I respectfully submit this declaration ("Declaration") in support of the *Interested Parties' Objection to Frederick J. Warren's Motion for Authorization to Use Evidence Produced in the Chapter 15 Proceeding* (the "Objection") filed substantially contemporaneously herewith.

3. Attached as Exhibit A is a true and correct copy of the Notice of Arbitration in *Alice Grace, et al. v. United Mexican States* (June 19, 2018).

4. Attached as Exhibit B is a true and correct copy of the Confidentiality Agreement and Stipulated Protective Order (“Protective Order”) [Dkt. 104].

5. Attached as Exhibit C is a true and correct copy of the Pre-paid Forward Purchase and Sale Agreement, dated as of June 6, 2019. A copy of this document has been submitted under seal pending the resolution on the Debtors’ Motion to Seal [ECF No. 204.]

6. Attached as Exhibit D is a public registration statement of Axis Oil Field Services, S. de R.L. de C.V., filed pursuant to the Mexican General Law of Business Organization. Attached as Exhibit D-T is a certified translation of the same public registration statement.

7. Attached as Exhibit E is a true and correct copy of the Form S-1 Registration Statement for Opes Acquisition Corp., an affiliate of Axis Capital Management, dated February 20, 2018, filed with the United States Securities and Exchange Commission.

8. Attached as Exhibit F is a true and correct copy of-the Non-Disputing Party Submission of Ad Hoc Group of Bondholders in the matter of *Alice Grace, et al. v. United Mexican States* dated April 26, 2019..

9. Attached as Exhibit G is a true and correct copy of the NAFTA Statement of the Free Trade Commission on Non-Disputing Party Participation, which is available at <http://www.naftaclaims.com/commissionfiles/Nondisputing-en.pdf>.

10. Attached as Exhibit H is a true and correct copy of Procedural Order No. 1 in the matter of *Alice Grace, et al. v. United Mexican States* (March 25, 2019).

11. Attached as Exhibit I is a true and correct copy of email correspondence from counsel for the U.S. Shareholders to counsel for the Interested Parties dated May 14, 2019.

I certify under penalty of perjury that the foregoing is true and correct.

Dated: June 17, 2019
New York, New York

PAUL, WEISS, RIFKIND, WHARTON
& GARRISON LLP

/s/ William A. Clareman
William A. Clareman